

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court
Southern District of New York**

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the partial transfer, other than for security, of the claim referenced in this evidence and notice.

CITIGROUP FINANCIAL PRODUCTS INC.

VÄRDE INVESTMENT PARTNERS, L.P.

Name of Transferee

Name of Transferor

Name and Address where notices to transferee should be sent:

Citigroup Financial Products Inc.
1615 Brett Road
New Castle, DE 19720
Attention: Brian Broyles

Court Claim # (if known): 14870

Amount of Claim Transferred: \$7,500,000.00 (as allowed)

Date Claim Filed: 9/17/09

Debtor: Lehman Brothers Holdings Inc.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

CITIGROUP FINANCIAL PRODUCTS INC.

By:  **BRIAN BLESSING**
Name of Transferee/Transferee's Agent

Date: December 13, 2012

Penalty for making a false statement: Fine of up to \$500.000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571

Acknowledged and Agreed:

VÄRDE INVESTMENT PARTNERS, L.P.

By: Värde Investment Partners G.P., LLC, Its General Partner
By: Värde Partners, L.P., Its Managing Member
By: Värde Partners, Inc., Its General Partner

By: _____
Name of Transferor/Transferor's Agent

Date: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

CITIGROUP FINANCIAL PRODUCTS INC.

By: _____ Date: _____
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By: Värde Investment Partners G.P., LLC, Its General Partner
By: Värde Partners, L.P., Its Managing Member
By: Värde Partners, Inc., Its General Partner

By: 
Name of Transferor/Transferor's Agent Date: December 13, 2012

Brad P. Bauer
Senior Managing Director

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Brothers Holdings Inc. (the "Debtor")
Case No. 08-13555 (JMP) (Jointly Administered) (the "Case")

Proof of Claim Number 14870

VÄRDE INVESTMENT PARTNERS, L.P. and its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

CITIGROUP FINANCIAL PRODUCTS INC.

and its successors and assigns ("Buyer"), all right, title and interest in and to Proof of Claim Number 14870, solely to the extent of \$7,500,000.00, (the "Claim") against Debtor in the Case in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated December 13, 2012.

CITIGROUP FINANCIAL PRODUCTS INC.

By:

Name:
Title:

BRIAN BLESSING
AUTHORIZED SIGNATORY



VÄRDE INVESTMENT PARTNERS, L.P.

By: Värde Investment Partners G P , L.L.C. Its General Partner

By: Värde Partners, L.P., Its Managing Member

By: Värde Partners, Inc , Its General Partner

By:

Name:
Title:

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court")
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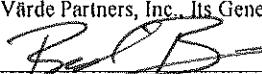
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CITIGROUP FINANCIAL PRODUCTS INC.

By: _____
Name:
Title:

VÄRDE INVESTMENT PARTNERS, L.P.

By: Värde Investment Partners G.P., LLC, Its General Partner
By: Värde Partners, L.P., Its Managing Member
By: Värde Partners, Inc., Its General Partner

By: 
Name:
Title:
Brad P. Bauer
Senior Managing Director